

OFFER AND BIDDER REGISTRATION FORM

Bidder, _____, hereby:

- Offers to buy the following parcels of real property listed on the attached Annex 1 (the "Property") for the price set forth below, pursuant to this Offer & Bidder Registration Form and the terms and conditions of the accompanying executed Purchase Sale Agreement, and
- Seek to become a Qualified Bidder pursuant to the terms and conditions of the Bidding Procedures

Bidder hereby warrants and represents:

- a) Bidder offers to purchase the Properties.
- b) Bidder understands that unless otherwise agreed to by Seller:
 - a. The sale must close on or before August 1, 2019, or three business after the Hearing approving the respective sale.
- c) Bidder has received, reviewed and understands the terms and conditions of the Purchase and Sale Agreement and agrees that any purchase will be governed by those terms.
- d) Each bid along with any subsequent bid is irrevocable pursuant to the terms of the Bidding Procedures.
- e) Each bid is and shall be a good faith, bona fide, irrevocable offer to purchase one or more Properties on an all-cash in readily available funds, on an as-is, where-is basis, with no contingencies.
- f) Bidder had an opportunity to inspect and examine the Property and to review all other pertinent documents with respect to the Property prior to making its bid and Bidder relied solely on that review and upon its own investigation and inspection of the Property in making its bid. Bidder is not relying upon any written or oral statements, representations, or warranties of the Debtors, Debtors' counsel and/or A&G or any of Debtors' other agents or representatives.
- g) Bidder is either not represented by a broker seeking a commission, or if Bidder is represented by a broker, Bidder is wholly responsible for its broker's commission. Bidder hereby indemnifies and agrees to hold the Debtors, their professionals, and A&G harmless from claims of a broker seeking a commission based upon Bidder's bid.
- h) Bidder consents to receive e-mail notice and correspondence in connection with this bid.
 - a. E-mail address: _____
- i) If needed to prove to the Bankruptcy Court that Bidder can consummate the sale (as required by the Bankruptcy Code), Bidder will make the following available to testify at the Sale Hearing if necessary:
 - a. Name: _____

b. Title: _____

ANNEX 1

[illegible]